

Form 1120S Department of the Treasury Internal Revenue Service	U.S. Income Tax Return for an S Corporation ▶ Do not file this form unless the corporation has timely filed Form 2553 to elect to be an S corporation. ▶ See separate instructions.	OMB No. 1545-0130 <div style="font-size: 2em; font-weight: bold; border: 1px solid black; padding: 5px; display: inline-block;">2000</div>
For calendar year 2000, or tax year beginning , 2000, and ending		
A Effective date of election as an S corporation 04/04/1994 B Business code no. (see pages 29-31) 513000	Name US MOBILCOMM, INC. Number, street, and room or suite no. (If a P.O. box, see page 11 of the instructions.) 805 BRYN MAWR AVE City or town, state, and ZIP code NEWTOWN SQUARE, PA 19073-4330	C Employer identification number 23-2767067 D Date incorporated 04/04/1994 E Total assets (see page 11) 296,746.
F Check applicable boxes: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Change in address (4) <input type="checkbox"/> Amended return		
G Enter number of shareholders in the corporation at end of the tax year ▶ 2		
Caution: Include only trade or business income and expenses on lines 1a through 21. See page 11 of the instructions for more information.		
Income	1a Gross receipts or sales 74,574. b Less returns and allowances 2 Cost of goods sold (Schedule A, line 8) 3 Gross profit. Subtract line 2 from line 1c 4 Net gain (loss) from Form 4797, Part II, line 18 (attach Form 4797) 5 Other income (loss) (attach schedule) SEE STATEMENT 1. 6 Total income (loss). Combine lines 3 through 5	1c 74,574. 2 40,572. 3 34,002. 4 5 22,955. 6 56,957.
Deductions (see page 12 of the instructions for limitations)	7 Compensation of officers 8 Salaries and wages (less employment credits) 9 Repairs and maintenance 10 Bad debts 11 Rents 12 Taxes and licenses SEE STATEMENT 1. 13 Interest 14a Depreciation (if required, attach Form 4562) 4,179. b Depreciation claimed on Schedule A and elsewhere on return c Subtract line 14b from line 14a 15 Depletion (Do not deduct oil and gas depletion.) 16 Advertising 17 Pension, profit-sharing, etc., plans 18 Employee benefit programs 19 Other deductions (attach schedule) SEE STATEMENT 1. 20 Total deductions. Add the amounts shown in the far right column for lines 7 through 19	7 8 9 10 11 12 550. 13 14c 4,179. 15 16 17 18 19 27,171. 20 31,900.
Tax and Payments	21 Ordinary income (loss) from trade or business activities. Subtract line 20 from line 6 22 Tax: a Excess net passive income tax (attach schedule) 22a b Tax from Schedule D (Form 1120S) 22b c Add lines 22a and 22b (see page 15 of the instructions for additional taxes) 22c 23 Payments: a 2000 estimated tax payments and amount applied from 1999 return 23a b Tax deposited with Form 7004 23b c Credit for Federal tax paid on fuels (attach Form 4136) 23c d Add lines 23a through 23c 24 Estimated tax penalty. Check if Form 2220 is attached <input type="checkbox"/> 25 Tax due. If the total of lines 22c and 24 is larger than line 23d, enter amount owed. See page 4 of the instructions for depository method of payment 26 Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid 27 Enter amount of line 26 you want: Credited to 2001 estimated tax ▶ Refunded ▶	21 25,057. 22 23d 24 25 26 27
Sign Here Signature of officer _____ Date _____ Title _____	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	
Paid Preparer's Use Only Preparer's signature _____ Date _____ Check if self-employed <input type="checkbox"/> Preparer's SSN or PTIN _____ Firm's name (or yours if self-employed), address, and ZIP code _____ EIN _____ Phone no. _____		

EXHIBIT

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Form 1120S (2000) **US MOBILCOMM, INC.**

23-2767067 Page 2

Cost of Goods Sold (see page 16 of the instructions)

1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	
4	Additional section 263A costs (attach schedule)	4	
5	Other costs (attach schedule)	5	SEE STATEMENT 2. 40,572.
6	Total. Add lines 1 through 5	6	40,572.
7	Inventory at end of year	7	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	40,572.

9a Check all methods used for valuing closing inventory:

- (i) ☐ Cost as described in Regulations section 1.471-3
(ii) ☐ Lower of cost or market as described in Regulations section 1.471-4
(iii) ☐ Other (specify method used and attach explanation) ▶

b Check if there was a writedown of "subnormal" goods as described in Regulations section 1.471-2(c) ▶ ☐**c** Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐**d** If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO **9d** ☐**e** Do the rules of section 263A (for property produced or acquired for resale) apply to the corporation? ☐ Yes ☒ No**f** Was there any change in determining quantities, cost, or valuations between opening and closing inventory? ☐ Yes ☐ No

If "Yes," attach explanation.

Other Information

	Yes	No
1 Check method of accounting: (a) <input checked="" type="checkbox"/> Cash (b) <input type="checkbox"/> Accrual (c) <input type="checkbox"/> Other (specify) ▶		
2 Refer to the list on pages 29 through 31 of the instructions and state the corporation's principal: (a) Business activity ▶ TWO WAY RADIO (b) Product or service ▶ SERVICE		
3 Did the corporation at the end of the tax year own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see section 267(c).) If "Yes," attach a schedule showing: (a) name, address, and employer identification number and (b) percentage owned.		<input checked="" type="checkbox"/>
4 Was the corporation a member of a controlled group subject to the provisions of section 1561?		<input checked="" type="checkbox"/>
5 Check this box if the corporation has filed or is required to file Form 8264, Application for Registration of a Tax Shelter		<input type="checkbox"/>
6 Check this box if the corporation issued publicly offered debt instruments with original issue discount If so, the corporation may have to file Form 8281, Information Return for Publicly Offered Original Issue Discount Instruments.		<input type="checkbox"/>
7 If the corporation: (a) filed its election to be an S corporation after 1986, (b) was a C corporation before it elected to be an S corporation or the corporation acquired an asset with a basis determined by reference to its basis (or the basis of any other property) in the hands of a C corporation, and (c) has net unrealized built-in gain (defined in section 1374(d)(1)) in excess of the net recognized built-in gain from prior years, enter the net unrealized built-in gain reduced by net recognized built-in gain from prior years (see page 17 of the instructions) ▶ \$		
8 Check this box if the corporation had accumulated earnings and profits at the close of the tax year (see page 18 of the instructions) ▶		<input type="checkbox"/>

Note: If the corporation had assets or operated a business in a foreign country or U.S. possession, it may be required to attach Schedule N (Form 1120), Foreign Operations of U.S. Corporations, to this return. See Schedule N for details.

Shareholders' Shares of Income, Credits, Deductions, etc.

	(a) Pro rata share items	(b) Total amount
1	Ordinary income (loss) from trade or business activities (page 1, line 21)	1 25,057.
2	Net income (loss) from rental real estate activities (attach Form 8825)	2
3a	Gross income from other rental activities	3a
b	Expenses from other rental activities (attach schedule)	3b
c	Net income (loss) from other rental activities. Subtract line 3b from line 3a	3c
4	Portfolio income (loss):	
a	Interest income	4a
b	Ordinary dividends	4b
c	Royalty income	4c
d	Net short-term capital gain (loss) (attach Schedule D (Form 1120S))	4d
e	Net long-term capital gain (loss) (attach Schedule D (Form 1120S)):	
(1)	28% rate gain (loss) ▶	(2) Total for year ▶
f	Other portfolio income (loss) (attach schedule)	4e(2) 66,844.
5	Net section 1231 gain (loss) (other than due to casualty or theft) (attach Form 4797)	5
6	Other income (loss) (attach schedule)	6

Form 1120S (2000) **US MOBILCOMM, INC.**

23-2767067 Page 3

Shareholders' Shares of Income, Credits, Deductions, etc. (continued)		(b) Total amount	
	(a) Pro rata share items		
Deductions	7 Charitable contributions (attach schedule)	7	
	8 Section 179 expense deduction (attach Form 4562)	8	
	9 Deductions related to portfolio income (loss) (itemize)	9	
	10 Other deductions (attach schedule)	10	
Investment Interest	11a Interest expense on investment debts	11a	
	b (1) Investment income included on lines 4a, 4b, 4c, and 4f above	11b(1)	758.
	(2) Investment expenses included on line 9 above	11b(2)	
Credits	12a Credit for alcohol used as a fuel (attach Form 6478)	12a	
	b Low-income housing credit:		
	(1) From partnerships to which section 42(j)(5) applies for property placed in service before 1990	12b(1)	
	(2) Other than on line 12b(1) for property placed in service before 1990	12b(2)	
	(3) From partnerships to which section 42(j)(5) applies for property placed in service after 1989	12b(3)	
	(4) Other than on line 12b(3) for property placed in service after 1989	12b(4)	
	c Qualified rehabilitation expenditures related to rental real estate activities (attach Form 3468)	12c	
	d Credits (other than credits shown on lines 12b and 12c) related to rental real estate activities	12d	
	e Credits related to other rental activities	12e	
	13 Other credits	13	
Adjustments and Tax Preference Items	14a Depreciation adjustment on property placed in service after 1986	14a	-14,516.
	b Adjusted gain or loss	14b	
	c Depletion (other than oil and gas)	14c	
	d (1) Gross income from oil, gas, or geothermal properties	14d(1)	
	(2) Deductions allocable to oil, gas, or geothermal properties	14d(2)	
	e Other adjustments and tax preference items (attach schedule)	14e	
Foreign Taxes	15a Name of foreign country or U.S. possession ▶		
	b Gross income sourced at shareholder level	15b	
	c Foreign gross income sourced at corporate level:		
	(1) Passive	15c(1)	
	(2) Listed categories (attach schedule)	15c(2)	
	(3) General limitation	15c(3)	
	d Deductions allocated and apportioned at shareholder level:		
	(1) Interest expense	15d(1)	
	(2) Other	15d(2)	
	e Deductions allocated and apportioned at corporate level to foreign source income:		
(1) Passive	15e(1)		
(2) Listed categories (attach schedule)	15e(2)		
(3) General limitation	15e(3)		
f Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	15f		
g Reduction in taxes available for credit and gross income from all sources (attach schedule)	15g		
Other	16 Section 59(e)(2) expenditures: a Type ▶ b Amount ▶	16b	
	17 Tax-exempt interest income	17	
	18 Other tax-exempt income	18	
	19 Nondeductible expenses	19	
	20 Total property distributions (including cash) other than dividends reported on line 22 below	20	82,000.
	21 Other items and amounts required to be reported separately to shareholders (attach schedule)		
	22 Total dividend distributions paid from accumulated earnings and profits	22	
23 Income (loss). (Required only if Schedule M-1 must be completed.) Combine lines 1 through 6 in column (b). From the result, subtract the sum of lines 7 through 11a, 15f, and 16b	23	92,659.	

Form 1120S (2000)

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Form 1120S (2000)

US MOBILCOMM, INC.

23-2767067

Page 4

Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash		22,527.		37,682.
2 a	Trade notes and accounts receivable				
b	Less allowance for bad debts				
3	Inventories				
4	U.S. Government obligations				
5	Tax-exempt securities				
6	Other current assets (attach schedule)	STMT 3	54,450.		43,477.
7	Loans to shareholders		20,500.		20,500.
8	Mortgage and real estate loans				
9	Other investments (attach schedule)				
10 a	Buildings and other depreciable assets	133,791.		133,791.	
b	Less accumulated depreciation	125,932.	7,859.	133,361.	430.
11 a	Depletable assets				
b	Less accumulated depletion				
12	Land (net of any amortization)				
13 a	Intangible assets (amortizable only)	28,500.		28,500.	
b	Less accumulated amortization	11,632.	16,868.	13,401.	15,099.
14	Other assets (attach schedule)	STMT 3	243,604.		179,558.
15	Total assets		365,808.		296,746.
Liabilities and Shareholders' Equity					
16	Accounts payable				
17	Mortgages, notes, bonds payable in less than 1 year	STMT 3	122,783.		78,815.
18	Other current liabilities (attach schedule)	STMT 3	1,100.		898.
19	Loans from shareholders				
20	Mortgages, notes, bonds payable in 1 year or more				
21	Other liabilities (attach schedule)				
22	Capital stock		5.		5.
23	Additional paid-in capital		1,090,591.		973,038.
24	Retained earnings		-848,671.		-756,010.
25	Adjustments to shareholders' equity (attach schedule)				
26	Less cost of treasury stock		()		()
27	Total liabilities and shareholders' equity		365,808.		296,746.

Reconciliation of Income (Loss) per Books With Income (Loss) per Return (You are not required to complete this schedule if the total assets on line 15, column (d), of Schedule L are less than \$25,000.)

1	Net income (loss) per books	92,659.	5	Income recorded on books this year not included on Schedule K, lines 1 through 6 (itemize):	
2	Income included on Schedule K, lines 1 through 6, not recorded on books this year (itemize):		a	Tax-exempt interest	
3	Expenses recorded on books this year not included on Schedule K, lines 1 through 11a, 15f, and 16b (itemize):		6	Deductions included on Schedule K, lines 1 through 11a, 15f, and 16b, not charged against book income this year (itemize):	
a	Depreciation		a	Depreciation	
b	Travel and entertainment		7	Add lines 5 and 6	
4	Add lines 1 through 3	92,659.	8	Income (loss) (Schedule K, line 23).	
				Line 4 less line 7	92,659.

Analysis of Accumulated Adjustments Account, Other Adjustments Account, and Shareholders' Undistributed Taxable Income Previously Taxed (see page 27 of the instructions)

	(a) Accumulated adjustments account	(b) Other adjustments account	(c) Shareholders' undistributed taxable income previously taxed
1	Balance at beginning of tax year	-787,055.	
2	Ordinary income from page 1, line 21	25,057.	
3	Other additions SEE. STATEMENT. 4.	67,602.	
4	Loss from page 1, line 21	()	
5	Other reductions	()	
6	Combine lines 1 through 5	-694,396.	
7	Distributions other than dividend distributions		
8	Balance at end of tax year. Subtract line 7 from line 6	-694,396.	

**SCHEDULE D
(Form 1120S)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses and Built-In Gains**

▶ Attach to Form 1120S.

▶ See separate instructions.

OMB No. 1545-0130

2000

Name

Employer identification number

US MOBILCOMM, INC.

23-2767067

Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example, 100 shares of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) ((d) minus (e))
1					
2 Short-term capital gain from installment sales from Form 6252, line 26 or 37				2	
3 Short-term capital gain or (loss) from like-kind exchanges from Form 8824				3	
4 Combine lines 1 through 3 in column (f)				4	
5 Tax on short-term capital gain included on line 33 below				5	()
6 Net short-term capital gain or (loss). Combine lines 4 and 5. Enter here and on Form 1120S, Schedule K, line 4d or 6				6	

Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example, 100 shares of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) ((d) minus (e))	(g) 28% rate gain or (loss) *(see instr. below)
7 SEE STATEMENT 5					66,844.	
8 Long-term capital gain from installment sales from Form 6252, line 26 or 37				8		
9 Long-term capital gain or (loss) from like-kind exchanges from Form 8824				9		
10 Capital gain distributions				10		
11 Combine lines 7 through 10 in column (f)				11	66,844.	
12 Tax on long-term capital gain included on lines 25 and 33 below				12	()	()
13 Combine lines 7 through 12 in column (g). Enter here and on Form 1120S, Schedule K, line 4e(1) or 6				13		
14 Net long-term capital gain or (loss). Combine lines 11 and 12 in column (f). Enter here and on Form 1120S, Schedule K, line 4e(2) or 6				14	66,844.	

* 28% rate gain or (loss) includes all "collectibles gains and losses" (as defined in the instructions).

Capital Gains Tax (See instructions before completing this part.)

15 Enter section 1231 gain from Form 4797, line 9	15	
16 Net long-term capital gain or (loss). Combine lines 11 and 15	16	
Note: If the corporation is liable for the excess net passive income tax (Form 1120S, page 1, line 22a) or the built-in gains tax (Part IV below), see the line 17 instructions before completing line 17.		
17 Net capital gain. Enter excess of net long-term capital gain (line 16) over net short-term capital loss (line 4)	17	
18 Statutory minimum	18	\$25,000
19 Subtract line 18 from line 17	19	
20 Enter 34% of line 19	20	
21 Taxable income (attach computation schedule)	21	
22 Enter tax on line 21 amount (attach computation schedule)	22	
23 Net capital gain from substituted basis property (attach computation schedule)	23	
24 Enter 35% of line 23	24	
25 Tax. Enter the smallest of line 20, 22, or 24 here and on Form 1120S, page 1, line 22b	25	

Built-In Gains Tax (See instructions before completing this part.)

26 Excess of recognized built-in gains over recognized built-in losses (attach computation schedule)	26	
27 Taxable income (attach computation schedule)	27	
28 Net recognized built-in gain. Enter smallest of line 26, line 27, or line 7 of Schedule B	28	
29 Section 1374(b)(2) deduction	29	
30 Subtract line 29 from line 28. If zero or less, enter -0- here and on line 33	30	
31 Enter 35% of line 30	31	
32 Business credit and minimum tax credit carryforwards under section 1374(b)(3) from C corporation years	32	
33 Tax. Subtract line 32 from line 31 (if zero or less, enter -0-). Enter here and on Form 1120S, page 1, line 22b	33	

For Paperwork Reduction Act Notice, see the Instructions for Form 1120S.

Schedule D (Form 1120S) 2000

Form **4562****Depreciation and Amortization**
(Including Information on Listed Property)

OMB No. 1545-0172

2000Attachment
Sequence No. **67**

Identifying number

23-2767067

Department of the Treasury
Internal Revenue Service (99)
Name(s) shown on return

▶ See separate instructions.

▶ Attach this form to your return.

US MOBILCOMM, INC.

Business or activity to which this form relates

GENERAL DEPRECIATION AND AMORTIZATION**Election To Expense Certain Tangible Property (Section 179)***Note: If you have any "listed property," complete Part V before you complete Part I.*

1	Maximum dollar limitation. If an enterprise zone business, see page 2 of the instructions	1	
2	Total cost of section 179 property placed in service. See page 2 of the instructions	2	
3	Threshold cost of section 179 property before reduction in limitation	3	
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see page 2 of the instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter amount from line 27	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from 1999. See page 3 of the instructions	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2001. Add lines 9 and 10, less line 12	13	

*Note: Do not use Part II or Part III below for listed property (automobiles, certain other vehicles, cellular telephones, certain computers, or property used for entertainment, recreation, or amusement). Instead, use Part V for listed property.***MACRS Depreciation for Assets Placed in Service Only During Your 2000 Tax Year (Do not include listed property.)****Section A - General Asset Account Election**14 If you are making the election under section 168(l)(4) to group any assets placed in service during the tax year into one or more general asset accounts, check this box. See page 3 of the instructions ☐**Section B - General Depreciation System (GDS) (See page 3 of the instructions.)**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
15a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	
				MM	S/L	

Section C - Alternative Depreciation System (ADS) (See page 5 of the instructions.)

16a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Other Depreciation (Do not include listed property.) (See page 5 of the instructions.)

17 GDS and ADS deductions for assets placed in service in tax years beginning before 2000	17	4,179.
18 Property subject to section 168(f)(1) election	18	
19 ACRS and other depreciation	19	

Summary (See page 6 of the instructions.)

20 Listed property. Enter amount from line 26	20	
21 Total. Add deductions from line 12, lines 15 and 16 in column (g), and lines 17 through 20. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	21	4,179.
22 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	22	

JSA
For Paperwork Reduction Act Notice, see page 9 of the instructions.
OC2300 2.000Form **4562** (2000)

02/20/2001

23-2767067

10

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Form 4562 (2000)

Page 2

Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only

23a, 23b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See page 7 of the instructions for limits for passenger automobiles.)

23a Do you have evidence to support the business/investment use claimed?				Yes	No	23b If "Yes," is the evidence written?		Yes	No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost	
24 Property used more than 50% in a qualified business use (See page 6 of the instructions.):									
		%							
		%							
		%							
25 Property used 50% or less in a qualified business use (See page 6 of the instructions.):									
		%				S/L -			
		%				S/L -			
		%				S/L -			
26 Add amounts in column (h). Enter the total here and on line 20, page 1.							26		
27 Add amounts in column (i). Enter the total here and on line 7, page 1.							27		

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

28 Total business/investment miles driven during the year (do not include commuting miles - see page 1 of the instructions)	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
29 Total commuting miles driven during the year						
30 Total other personal (noncommuting) miles driven						
31 Total miles driven during the year. Add lines 28 through 30						
	Yes	No	Yes	No	Yes	No
32 Was the vehicle available for personal use during off-duty hours?						
33 Was the vehicle used primarily by a more than 5% owner or related person?						
34 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons. See page 8 of the instructions.

	Yes	No
35 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
36 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See page 8 of the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
37 Do you treat all use of vehicles by employees as personal use?		
38 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
39 Do you meet the requirements concerning qualified automobile demonstration use? See page 8 of the instructions		

Note: If your answer to 35, 36, 37, 38, or 39 is "Yes," do not complete Section B for the covered vehicles.

Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year	
40 Amortization of costs that begins during your 2000 tax year (See page 8 of the instructions.):						
41 Amortization of costs that began before 2000					41	1,767.
42 Total. Add amounts in column (f). See page 9 of the instructions for where to report					42	1,767.

Description of Property

*Assets Retired

2000 Am...ization

U.S. MOBIL OIL CO., INC.

Description of Property

GENERAL DEPRECIATION AND AMORTIZATION

[illegible]

Assets Retired

JSA
0X90:

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23-2767067

13

1,767.

2000 Alternative Minimum Tax Depreciation

[illegible]

K275 02/20/2001

23-2767067

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14

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 1 DETAIL

LINE 5 - OTHER INCOME

SALES TAX DISCOUNTS	121.
CANCELLATION OF INDEBTNESS	22,834.

TOTAL	22,955.
	=====

LINE 12 - TAXES

TAXES AND LICENSES EXCLUDING INCOME TAXES	

FRANCHISE AND CAPITAL STOCK TAX	550.

TOTAL	550.
	=====

LINE 19 - OTHER DEDUCTIONS

AMORTIZATION	1,767.
INSURANCE	1,150.
OFFICE SUPPLIES	747.
POSTAGE AND FEDEX	239.
ACCOUNTING AND PROFESSIONAL SERVICES	14,250.
BANK CHARGES	24.
CORPORATE REGISTRATION	185.
DUES AND MEMBERSHIPS	550.
TELEPHONE	2,692.
ABANDONMENT EXPENSE	2,250.
LEGAL EXPENSE	3,317.

TOTAL	27,171.
	=====

MC000535

STATEMENT 1

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 2 DETAIL
=====SCH A, LINE 5 - OTHER COSTS

SITE RENT COSTS	36,760.
OTHER DIRECT SITE COSTS (INSURANCE, PHONE ETC)	3,812.

TOTAL	40,572.
	=====

SCH K, LINE 4A - INTEREST INCOME

FIRST UNION	758.

TOTAL	758.
	=====

MC000536

STATEMENT 2

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 4 DETAIL - SCH L

	BEGINNING	ENDING
LINE 6 - OTHER CURRENT ASSETS		
EQUIPMENT PARTS	2,250.	NONE
LICENSE OPTION PAYMENTS	51,200.	42,000.
SECURITY DEPOSITS	600.	600.
DUE FROM RELATED ENTITY	400.	NONE
MISC RECEIVABLE	NONE	877.
TOTAL	54,450.	43,477.

LINE 14 - OTHER ASSETS

CONSTRUCTION IN PROGRESS	243,604.	179,558.
TOTAL	243,604.	179,558.

LINE 17 - MORTGAGES, ETC. PAY < 1 YR

NOTES PAYABLE- EQUIPMENT	122,783.	78,815.
TOTAL	122,783.	78,815.

LINE 18 - OTHER CURRENT LIABILITIES

SALES TAX PAYABLE	1,100.	898.
TOTAL	1,100.	898.

MC000537

STATEMENT 3

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 4 DETAIL

SCH M-2, LINE 3 - OTHER ADDITIONS - AAA

INTEREST INCOME	758.
NET LONG-TERM CAPITAL GAIN	66,844.

TOTAL	67,602.
	=====

MC000538

STATEMENT 4

US MOBILECOMM, INC.

SCHEDULE D (FORM 1120S) DETAIL

LINE 7 - LONG-TERM CAPITAL GAINS AND LOSSES

PROPERTY

DATE ACQ	DATE SOLD	SALES PRICE	COST	GAIN/LOSS
07/01/1995	03/22/2000	130,708.	63,864.	66,844.
TOTAL				66,844.

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02/20/2001

19

STATEMENT 5

US MOBILCOMM, INC.

23-2767067

FEDERAL FOOTNOTE:

=====

RECONCILIATION OF ACCUMULATED ADJUSTMENTS ACCOUNT TO
RETAINED EARNINGS:

C CORPORATION EARNINGS AND PROFITS	- 61,616.
ACCUMULATED ADJUSTMENTS ACCOUNT	-694,396
	<hr/>
BOOK RETAINED EARNINGS	-756,012
	=====

MC000540

STATEMENT 6

SCHEDULE K-1
(Form 1120S)**Shareholder's Share of Income, Credits, Deductions, etc.**

OMB. No. 1545-0130

2000Department of the Treasury
Internal Revenue Service▶ See separate instructions.
For calendar year 2000 or tax year

beginning , 2000, and ending , 20

Shareholder's identifying number ▶ **043-50-6463**Corporation's identifying number ▶ **23-2767067**

Shareholder's name, address, and ZIP code

Corporation's name, address, and ZIP code

DAVID ELKIN
805 BRYN MAWR AVE
NEWTOWN SQUARE, PA 19073-4330**US MOBILCOMM, INC.**
805 BRYN MAWR AVE
NEWTOWN SQUARE, PA 19073-4330

- A Shareholder's percentage of stock ownership for tax year (see instructions for Schedule K-1) ▶ **75.000000 %**
- B Internal Revenue Service Center where corporation filed its return ▶ **CINCINNATI, OH 45999**
- C Tax shelter registration number (see instructions for Schedule K-1) ▶
- D Check applicable boxes: (1) ☐ Final K-1 (2) ☐ Amended K-1

(a) Pro rata share items		(b) Amount	(c) Form 1040 filers enter the amount in column (b) on:
Income (Loss)	1 Ordinary income (loss) from trade or business activities	1 18,793.	See pages 4 and 5 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	2 Net income (loss) from rental real estate activities	2	
	3 Net income (loss) from other rental activities	3	
	4 Portfolio income (loss):		
	a Interest	4a 569.	Sch. B, Part I, line 1
	b Ordinary dividends	4b	Sch. B, Part II, line 5
	c Royalties	4c	Sch. E, Part I, line 4
	d Net short-term capital gain (loss)	4d	Sch. D, line 5, col. (f)
	e Net long-term capital gain (loss):		
	(1) 28% rate gain (loss)	4e(1)	Sch. D, line 12, col. (g)
(2) Total for year	4e(2) 50,133.	Sch. D, line 12, col. (f)	
f Other portfolio income (loss) (attach schedule)	4f	(Enter on applicable line of your return.)	
5 Net section 1231 gain (loss) (other than due to casualty or theft)	5	See Shareholder's Instructions for Schedule K-1 (Form 1120S).	
6 Other income (loss) (attach schedule)	6	(Enter on applicable line of your return.)	
Deductions	7 Charitable contributions (attach schedule)	7	Sch. A, line 15 or 16
	8 Section 179 expense deduction	8	See page 6 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	9 Deductions related to portfolio income (loss) (attach schedule)	9	
	10 Other deductions (attach schedule)	10	
Investment Interest	11a Interest expense on investment debts	11a	Form 4952, line 1
	b (1) Investment income included on lines 4a, 4b, 4c, and 4f above	11b(1) 569.	See Shareholder's Instructions for Schedule K-1 (Form 1120S).
(2) Investment expenses included on line 9 above	11b(2)		
Credits	12a Credit for alcohol used as fuel	12a	Form 6478, line 10
	b Low-income housing credit:		Form 8586, line 5
	(1) From section 42(j)(5) partnerships for property placed in service before 1990	12b(1)	
	(2) Other than on line 12b(1) for property placed in service before 1990	12b(2)	
	(3) From section 42(j)(5) partnerships for property placed in service after 1989	12b(3)	
	(4) Other than on line 12b(3) for property placed in service after 1989	12b(4)	
	c Qualified rehabilitation expenditures related to rental real estate activities	12c	See page 7 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	d Credits (other than credits shown on lines 12b and 12c) related to rental real estate activities	12d	
	e Credits related to other rental activities	12e	
	13 Other credits	13	

For Paperwork Reduction Act Notice, see the Instructions for Form 1120S.

Schedule K-1 (Form 1120S) 2000

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23-2767067

22

Schedule K-1 (Form 1120S) (2000)

SHAREHOLDER#01 DAVID ELKIN

Page 2

(a) Pro rata share items		(b) Amount	(c) Form 1040 filers enter the amount in column (b) on:
Adjustments and Tax Preference Items	14a Depreciation adjustment on property placed in service after 1986	14a -10,887.	See page 7 of the Shareholder's Instructions for Schedule K-1 (Form 1120S) and Instructions for Form 6251
	b Adjusted gain or loss	14b	
	c Depletion (other than oil and gas)	14c	
	d (1) Gross income from oil, gas, or geothermal properties	14d(1)	
	(2) Deductions allocable to oil, gas, or geothermal properties	14d(2)	
	e Other adjustments and tax preference items (attach sch.)	14e	
Foreign Taxes	15a Name of foreign country or U.S. possession	15a	Form 1116, Part I
	b Gross income sourced at shareholder level	15b	
	c Foreign gross income sourced at corporate level:		
	(1) Passive	15c(1)	
	(2) Listed categories (attach schedule)	15c(2)	
	(3) General limitation	15c(3)	
	d Deductions allocated and apportioned at shareholder level:		
	(1) Interest expense	15d(1)	
	(2) Other	15d(2)	
	e Deductions allocated and apportioned at corporate level to foreign source income:		
	(1) Passive	15e(1)	
(2) Listed categories (attach schedule)	15e(2)		
(3) General limitation	15e(3)		
	f Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	15f	Form 1116, Part II
	g Reduction in taxes available for credit and gross income from all sources (attach schedule)	15g	See Instructions for Form 1116
Other	16 Section 59(e)(2) expenditures: a Type	16a	See Shareholder's Instructions for Schedule K-1 (Form 1120S).
	b Amount	16b	
	17 Tax-exempt interest income	17	Form 1040, line 8b
	18 Other tax-exempt income	18	
	19 Nondeductible expenses	19	See pages 7 and 8 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	20 Property distributions (including cash) other than dividend distributions reported to you on Form 1099-DIV	20 82,000.	
	21 Amount of loan repayments for "Loans From Shareholders"	21	
	22 Recapture of low-income housing credit:		Form 8611, line 8
a From section 42(j)(5) partnerships	22a		
b Other than on line 22a	22b		
Supplemental Information	23 Supplemental information required to be reported separately to each shareholder (attach additional schedules if more space is needed):		

Schedule K-1 (Form 1120S) 2000

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02/20/2001

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23-2767067

23

SCHEDULE K-1
(Form 1120S)**Shareholder's Share of Income, Credits, Deductions, etc.**

OMB. No. 1545-0130

2000Department of the Treasury
Internal Revenue Service

▶ See separate instructions.

For calendar year 2000 or tax year

beginning

, 2000, and ending

, 20

Shareholder's identifying number ▶ **042-54-2612**Corporation's identifying number ▶ **23-2767067**

Shareholder's name, address, and ZIP code

Corporation's name, address, and ZIP code

JEFFREY NORMAN
1824 STORRS ROAD
STORRS, CT 06268**US MOBILCOMM, INC.**
805 BRYN MAWR AVE
NEWTOWN SQUARE, PA 19073-4330**A** Shareholder's percentage of stock ownership for tax year (see instructions for Schedule K-1) ▶ **25.000000 %****B** Internal Revenue Service Center where corporation filed its return ▶ **CINCINNATI, OH 45999****C** Tax shelter registration number (see instructions for Schedule K-1) ▶**D** Check applicable boxes: (1) ☐ Final K-1 (2) ☐ Amended K-1

(a) Pro rata share items		(b) Amount	(c) Form 1040 filers enter the amount in column (b) on:
Income (Loss)	1 Ordinary income (loss) from trade or business activities	1 6,264.	See pages 4 and 5 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	2 Net income (loss) from rental real estate activities	2	
	3 Net income (loss) from other rental activities	3	
	4 Portfolio income (loss):		
	a Interest	4a 189.	Sch. B, Part I, line 1
	b Ordinary dividends	4b	Sch. B, Part II, line 5
	c Royalties	4c	Sch. E, Part I, line 4
	d Net short-term capital gain (loss)	4d	Sch. D, line 5, col. (f)
	e Net long-term capital gain (loss):		
	(1) 28% rate gain (loss)	4e(1)	Sch. D, line 12, col. (g)
(2) Total for year	4e(2) 16,711.	Sch. D, line 12, col. (f)	
f Other portfolio income (loss) (attach schedule)	4f	(Enter on applicable line of your return.)	
5 Net section 1231 gain (loss) (other than due to casualty or theft)	5	See Shareholder's Instructions for Schedule K-1 (Form 1120S).	
6 Other income (loss) (attach schedule)	6	(Enter on applicable line of your return.)	
Deductions	7 Charitable contributions (attach schedule)	7	Sch. A, line 15 or 16
	8 Section 179 expense deduction	8	See page 6 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	9 Deductions related to portfolio income (loss) (attach schedule)	9	
	10 Other deductions (attach schedule)	10	
Investment Interest	11a Interest expense on investment debts	11a	Form 4952, line 1
	b (1) Investment income included on lines 4a, 4b, 4c, and 4f above	11b(1) 189.	See Shareholder's Instructions for Schedule K-1 (Form 1120S).
	(2) Investment expenses included on line 9 above	11b(2)	
	12a Credit for alcohol used as fuel	12a	Form 6478, line 10
Credits	b Low-income housing credit:		Form 8586, line 5
	(1) From section 42(j)(5) partnerships for property placed in service before 1990	12b(1)	
	(2) Other than on line 12b(1) for property placed in service before 1990	12b(2)	
	(3) From section 42(j)(5) partnerships for property placed in service after 1989	12b(3)	
	(4) Other than on line 12b(3) for property placed in service after 1989	12b(4)	
	c Qualified rehabilitation expenditures related to rental real estate activities	12c	See page 7 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	d Credits (other than credits shown on lines 12b and 12c) related to rental real estate activities	12d	
	e Credits related to other rental activities	12e	
	13 Other credits	13	

For Paperwork Reduction Act Notice, see the Instructions for Form 1120S.

Schedule K-1 (Form 1120S) 2000

Schedule K-1 (Form 1120S) (2000)

SHAREHOLDER#02 JEFFREY NORMAN

Page 2

(a) Pro rata share items		(b) Amount	(c) Form 1040 filers enter the amount in column (b) on:
Adjustments and Tax Preference Items	14a Depreciation adjustment on property placed in service after 1986	14a -3,629.	See page 7 of the Shareholder's Instructions for Schedule K-1 (Form 1120S) and Instructions for Form 6251
	b Adjusted gain or loss	14b	
	c Depletion (other than oil and gas)	14c	
	d (1) Gross income from oil, gas, or geothermal properties	14d(1)	
	(2) Deductions allocable to oil, gas, or geothermal properties	14d(2)	
	e Other adjustments and tax preference items (attach sch.)	14e	
Foreign Taxes	15a Name of foreign country or U.S. possession	15a	Form 1116, Part I
	b Gross income sourced at shareholder level	15b	
	c Foreign gross income sourced at corporate level:		
	(1) Passive	15c(1)	
	(2) Listed categories (attach schedule)	15c(2)	
	(3) General limitation	15c(3)	
	d Deductions allocated and apportioned at shareholder level:		
	(1) Interest expense	15d(1)	
	(2) Other	15d(2)	
	e Deductions allocated and apportioned at corporate level to foreign source income:		
	(1) Passive	15e(1)	
(2) Listed categories (attach schedule)	15e(2)		
(3) General limitation	15e(3)		
f Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	15f	Form 1116, Part II	
g Reduction in taxes available for credit and gross income from all sources (attach schedule)	15g	See Instructions for Form 1116	
Other	16 Section 59(e)(2) expenditures: a Type	16a	See Shareholder's Instructions for Schedule K-1 (Form 1120S).
	b Amount	16b	
	17 Tax-exempt interest income	17	Form 1040, line 8b
	18 Other tax-exempt income	18	
	19 Nondeductible expenses	19	See pages 7 and 8 of the Shareholder's Instructions for Schedule K-1 (Form 1120S).
	20 Property distributions (including cash) other than dividend distributions reported to you on Form 1099-DIV	20 NONE	
	21 Amount of loan repayments for "Loans From Shareholders"	21	
	22 Recapture of low-income housing credit:		
a From section 42(j)(5) partnerships	22a	Form 8611, line 8	
b Other than on line 22a	22b		
Supplemental Information	23 Supplemental information required to be reported separately to each shareholder (attach additional schedules if more space is needed):		

Schedule K-1 (Form 1120S) 2000

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02/20/2001

23-2767067

25

Form 1120S	U.S. Income Tax Return for an S Corporation ▶ Do not file this form unless the corporation has timely filed Form 2553 to elect to be an S corporation. ▶ See separate instructions.	OMB No. 1545-0130 <div style="font-size: 2em; font-weight: bold; margin-top: 10px;">2001</div>
-------------------	--	---

For calendar year 2001, or tax year beginning , 2001, and ending

A Effective date of election as an S corporation B Business code no. (see pages 29-31)	Name US MOBILCOMM, INC. Number, street, and room or suite no. (If a P.O. box, see page 11 of the instructions.) 805 BRYN MAWR AVE City or town, state, and ZIP code NEWTOWN SQUARE, PA 19073-4330	C Employer identification number 23-2767067 D Date incorporated 04/04/1994 E Total assets (see page 11) 79,987.
---	---	---

F Check applicable boxes: (1) ☐ Initial return (2) ☐ Final return (3) ☐ Name change (4) ☐ Address change (5) ☐ Amended returnG Enter number of shareholders in the corporation at end of the tax year ▶ **2**

Caution: Include only trade or business income and expenses on lines 1a through 21. See page 11 of the instructions for more information.

Income	1a	Gross receipts or sales 49,473.	b	Less returns and allowances	c	Bal ▶	1c	49,473.
	2	Cost of goods sold (Schedule A, line 8)					2	20,219.
	3	Gross profit. Subtract line 2 from line 1c					3	29,254.
	4	Net gain (loss) from Form 4797, Part II, line 18 (attach Form 4797)					4	
	5	Other income (loss) (attach schedule)					5	15.
	6	Total income (loss). Combine lines 3 through 5					6	29,269.
Deductions (see page 12 of the instructions for limitations)	7	Compensation of officers					7	
	8	Salaries and wages (less employment credits)					8	
	9	Repairs and maintenance					9	
	10	Bad debts					10	
	11	Rents					11	
	12	Taxes and licenses					12	4,260.
	13	Interest					13	
	14a	Depreciation (if required, attach Form 4562)						
	14b	Depreciation claimed on Schedule A and elsewhere on return						
	14c	Subtract line 14b from line 14a					14c	200.
	15	Depletion (Do not deduct oil and gas depletion.)					15	
	16	Advertising					16	
	17	Pension, profit-sharing, etc., plans					17	
	18	Employee benefit programs					18	
	19	Other deductions (attach schedule)					19	105,061.
	20	Total deductions. Add the amounts shown in the far right column for lines 7 through 19					20	109,521.
	21	Ordinary income (loss) from trade or business activities. Subtract line 20 from line 6					21	-80,252.
Tax and Payments	22a	Tax: a Excess net passive income tax (attach schedule)						
	22b	b Tax from Schedule D (Form 1120S)						
	22c	c Add lines 22a and 22b (see page 16 of the instructions for additional taxes)					22c	
	23a	Payments: a 2001 estimated tax payments and amount applied from 2000 return						
	23b	b Tax deposited with Form 7004						
	23c	c Credit for Federal tax paid on fuels (attach Form 4136)						
	23d	d Add lines 23a through 23c					23d	
	24	Estimated tax penalty. Check if Form 2220 is attached					24	
	25	Tax due. If the total of lines 22c and 24 is larger than line 23d, enter amount owed. See page 4 of the instructions for depository method of payment					25	
	26	Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid					26	
	27	Enter amount of line 26 you want: Credited to 2002 estimated tax ▶ Refunded ▶					27	

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	May the IRS discuss this return with the preparer shown below (see page 3)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer _____ Date _____ Title _____	
Paid Preparer's Use Only	Preparer's signature _____ Date _____ Firm's name (or yours if self-employed), address, and ZIP code _____ Check if self-employed <input type="checkbox"/> EIN _____ Phone no. _____	

EXHIBIT
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MC000546

Form 1120S (2001) **US MOBILCOMM, INC.**

23-2767067 Page 2

Cost of Goods Sold (see page 16 of the instructions)

1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	
4	Additional section 263A costs (attach schedule)	4	
5	Other costs (attach schedule)	5	SEE STATEMENT 2. 20,219.
6	Total. Add lines 1 through 5	6	20,219.
7	Inventory at end of year	7	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	20,219.

9a Check all methods used for valuing closing inventory:

- (i) ☐ Cost as described in Regulations section 1.471-3
 (ii) ☐ Lower of cost or market as described in Regulations section 1.471-4
 (iii) ☐ Other (specify method used and attach explanation) ▶

b Check if there was a writedown of "subnormal" goods as described in Regulations section 1.471-2(c) ▶ ☐**c** Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐**d** If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO 9d **e** Do the rules of section 263A (for property produced or acquired for resale) apply to the corporation? ☐ Yes ☒ No**f** Was there any change in determining quantities, cost, or valuations between opening and closing inventory? ☐ Yes ☐ No
If "Yes," attach explanation.**Other Information**

	Yes	No
1 Check method of accounting: (a) <input checked="" type="checkbox"/> Cash (b) <input type="checkbox"/> Accrual (c) <input type="checkbox"/> Other (specify) ▶		
2 Refer to the list on pages 29 through 31 of the instructions and state the corporation's principal: (a) Business activity ▶ <u>TWO WAY RADIO</u> (b) Product or service ▶ <u>SERVICE</u>		
3 Did the corporation at the end of the tax year own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see section 267(c).) If "Yes," attach a schedule showing: (a) name, address, and employer identification number and (b) percentage owned.		<input checked="" type="checkbox"/>
4 Was the corporation a member of a controlled group subject to the provisions of section 1561?		<input checked="" type="checkbox"/>
5 Check this box if the corporation has filed or is required to file Form 8264, Application for Registration of a Tax Shelter <input type="checkbox"/>		
6 Check this box if the corporation issued publicly offered debt instruments with original issue discount <input type="checkbox"/> If so, the corporation may have to file Form 8281, Information Return for Publicly Offered Original Issue Discount Instruments.		
7 If the corporation: (a) filed its election to be an S corporation after 1986, (b) was a C corporation before it elected to be an S corporation or the corporation acquired an asset with a basis determined by reference to its basis (or the basis of any other property) in the hands of a C corporation, and (c) has net unrealized built-in gain (defined in section 1374(d)(1)) in excess of the net recognized built-in gain from prior years, enter the net unrealized built-in gain reduced by net recognized built-in gain from prior years (see page 17 of the instructions) ▶ \$ <input type="text"/>		
8 Check this box if the corporation had accumulated earnings and profits at the close of the tax year (see page 17 of the instructions) <input type="checkbox"/>		

Note: If the corporation had assets or operated a business in a foreign country or U.S. possession, it may be required to attach Schedule N (Form 1120), Foreign Operations of U.S. Corporations, to this return. See Schedule N for details.**Shareholders' Shares of Income, Credits, Deductions, etc.**

	(a) Pro rata share items	(b) Total amount
1	Ordinary income (loss) from trade or business activities (page 1, line 21)	1 -80,252.
2	Net income (loss) from rental real estate activities (attach Form 8825)	2
3a	Gross income from other rental activities <input type="text"/> 3a	
b	Expenses from other rental activities (attach schedule) <input type="text"/> 3b	
c	Net income (loss) from other rental activities. Subtract line 3b from line 3a	3c
4	Portfolio income (loss):	
a	Interest income	4a 2,084.
b	Ordinary dividends	4b
c	Royalty income	4c
d	Net short-term capital gain (loss) (attach Schedule D (Form 1120S))	4d
e	(1) Net long-term capital gain (loss) (attach Schedule D (Form 1120S)):	4e(1) 416,002.
	(2) 28% rate gain (loss) ▶ (3) Qualified 5-year gain ▶	
f	Other portfolio income (loss) (attach schedule)	4f
5	Net section 1231 gain (loss) (other than due to casualty or theft) (attach Form 4797)	5 -17,593.
6	Other income (loss) (attach schedule)	6

Form 1120S (2001) **US MOBILCOMM, INC.**

23-2767067 Page 3

Shareholders' Shares of Income, Credits, Deductions, etc. (continued)

	(a) Pro rata share items	(b) Total amount
Deductions	7 Charitable contributions (attach schedule)	7
	8 Section 179 expense deduction (attach Form 4562)	8
	9 Deductions related to portfolio income (loss) (itemize)	9
	10 Other deductions (attach schedule)	10
Investment Interest	11a Interest expense on investment debts	11a
	b (1) Investment income included on lines 4a, 4b, 4c, and 4f above	11b(1) 2,084.
	(2) Investment expenses included on line 9 above	11b(2)
Credits	12a Credit for alcohol used as a fuel (attach Form 6478)	12a
	b Low-income housing credit:	
	(1) From partnerships to which section 42(j)(5) applies	12b(1)
	(2) Other than on line 12b(1)	12b(2)
	c Qualified rehabilitation expenditures related to rental real estate activities (attach Form 3468)	12c
	d Credits (other than credits shown on lines 12b and 12c) related to rental real estate activities	12d
	e Credits related to other rental activities	12e
	13 Other credits	13
Adjustments and Tax Preference Items	14a Depreciation adjustment on property placed in service after 1986	14a -7,693.
	b Adjusted gain or loss	14b
	c Depletion (other than oil and gas)	14c
	d (1) Gross income from oil, gas, or geothermal properties	14d(1)
	(2) Deductions allocable to oil, gas, or geothermal properties	14d(2)
	e Other adjustments and tax preference items (attach schedule)	14e
Foreign Taxes	15a Name of foreign country or U.S. possession ▶	15b
	b Gross income from all sources	15c
	c Gross income sourced at shareholder level	
	d Foreign gross income sourced at corporate level:	
	(1) Passive	15d(1)
	(2) Listed categories (attach schedule)	15d(2)
	(3) General limitation	15d(3)
	e Deductions allocated and apportioned at shareholder level:	
	(1) Interest expense	15e(1)
	(2) Other	15e(2)
	f Deductions allocated and apportioned at corporate level to foreign source income:	
	(1) Passive	15f(1)
(2) Listed categories (attach schedule)	15f(2)	
(3) General limitation	15f(3)	
g Total foreign taxes (check one): ▶ <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	15g	
h Reduction in taxes available for credit (attach schedule)	15h	
Other	16 Section 59(e)(2) expenditures: a Type ▶ b Amount ▶	16b
	17 Tax-exempt interest income	17
	18 Other tax-exempt income	18
	19 Nondeductible expenses	19 82.
	20 Total property distributions (including cash) other than dividends reported on line 22 below	20
	21 Other items and amounts required to be reported separately to shareholders (attach schedule)	
	22 Total dividend distributions paid from accumulated earnings and profits	22
	23 Income (loss). (Required only if Schedule M-1 must be completed.) Combine lines 1 through 6 in column (b). From the result, subtract the sum of lines 7 through 11a, 15g, and 16b	23 320,241.

Form 1120S (2001)

MC000547

MC000548

Form 1120S (2001)

US MOBILCOMM, INC.

23-2767067

Page 4

Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash		37,682.		6,570.
2 a	Trade notes and accounts receivable				
b	Less allowance for bad debts				
3	Inventories				
4	U.S. Government obligations				
5	Tax-exempt securities				
6	Other current assets (attach schedule)	STMT 4	43,477.		14,400.
7	Loans to shareholders		20,500.		NONE
8	Mortgage and real estate loans				
9	Other investments (attach schedule)				
10 a	Buildings and other depreciable assets	133,791.		90,913.	
b	Less accumulated depreciation	133,361.	430.	90,683.	230.
11 a	Depletable assets				
b	Less accumulated depletion				
12	Land (net of any amortization)				
13 a	Intangible assets (amortizable only)	28,500.		28,500.	
b	Less accumulated amortization	13,401.	15,099.	15,168.	13,332.
14	Other assets (attach schedule)	STMT 4	179,558.		45,455.
15	Total assets		296,746.		79,987.
Liabilities and Shareholders' Equity					
16	Accounts payable				
17	Mortgages, notes, bonds payable in less than 1 year	STMT 4	78,815.		NONE
18	Other current liabilities (attach schedule)	STMT 4	898.		395.
19	Loans from shareholders				
20	Mortgages, notes, bonds payable in 1 year or more				
21	Other liabilities (attach schedule)				
22	Capital stock		5.		5.
23	Additional paid-in capital		973,038.		515,438.
24	Retained earnings		-756,010.		-435,851.
25	Adjustments to shareholders' equity (attach schedule)				
26	Less cost of treasury stock		()		()
27	Total liabilities and shareholders' equity		296,746.		79,987.

Reconciliation of Income (Loss) per Books With Income (Loss) per Return (You are not required to complete this schedule if the total assets on line 15, column (d), of Schedule L are less than \$25,000.)

1	Net income (loss) per books	320,159.	5	Income recorded on books this year not included on Schedule K, lines 1 through 6 (itemize):	
2	Income included on Schedule K, lines 1 through 6, not recorded on books this year (itemize):		a	Tax-exempt interest	
3	Expenses recorded on books this year not included on Schedule K, lines 1 through 11a, 15g, and 16b (itemize):		6	Deductions included on Schedule K, lines 1 through 11a, 15g, and 16b, not charged against book income this year (itemize):	
a	Depreciation		a	Depreciation	
b	Travel and entertainment	82.	7	Add lines 5 and 6	
4	Add lines 1 through 3	320,241.	8	Income (loss) (Schedule K, line 23). Line 4 less line 7	320,241.

Analysis of Accumulated Adjustments Account, Other Adjustments Account, and Shareholders' Undistributed Taxable Income Previously Taxed (see page 27 of the instructions)

	(a) Accumulated adjustments account	(b) Other adjustments account	(c) Shareholders' undistributed taxable income previously taxed
1	Balance at beginning of tax year	-694,396.	
2	Ordinary income from page 1, line 21		
3	Other additions SEE. STATEMENT. 5.	418,086.	
4	Loss from page 1, line 21	(80,252.)	
5	Other reductions SEE. STATEMENT. 5.	(17,675.)	
6	Combine lines 1 through 5	-374,237.	
7	Distributions other than dividend distributions		
8	Balance at end of tax year. Subtract line 7 from line 6	-374,237.	

**SCHEDULE D
(Form 1120S)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses and Built-In Gains**

▶ Attach to Form 1120S.

▶ See separate instructions.

OMB No. 1545-0130

2001

Name

Employer identification number

US MOBILCOMM, INC.**23-2767067****Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example, 100 shares of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) ((d) minus (e))
1					
2 Short-term capital gain from installment sales from Form 6252, line 26 or 37 . . .				2	
3 Short-term capital gain or (loss) from like-kind exchanges from Form 8824 . . .				3	
4 Combine lines 1 through 3 in column (f)				4	
5 Tax on short-term capital gain included on line 33 below				5	()
6 Net short-term capital gain or (loss). Combine lines 4 and 5. Enter here and on Form 1120S, Schedule K, line 4d or 6				6	

Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example, 100 shares of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) ((d) minus (e))	(g) 28% rate gain or (loss) *(see instr. below)
7 SEE STATEMENT 6					416,002.	
8 Long-term capital gain from installment sales from Form 6252, line 26 or 37 . . .				8		
9 Long-term capital gain or (loss) from like-kind exchanges from Form 8824 . . .				9		
10 Capital gain distributions				10		
11 Combine lines 7 through 10 in column (f)				11	416,002.	
12 Tax on long-term capital gain included on lines 25 and 33 below				12	()	()
13 Combine lines 7 through 12 in column (g). Enter here and on Form 1120S, Schedule K, line 4e(2) or 6				13		
14 Net long-term capital gain or (loss). Combine lines 11 and 12 in column (f). Enter here and on Form 1120S, Schedule K, line 4e(1) or 6				14	416,002.	

* 28% rate gain or (loss) includes all "collectibles gains and losses" (as defined in the instructions).

Capital Gains Tax (See instructions before completing this part.)

15 Enter section 1231 gain from Form 4797, line 9	15	
16 Net long-term capital gain or (loss). Combine lines 11 and 15	16	
<i>Note: If the corporation is liable for the excess net passive income tax (Form 1120S, page 1, line 22a) or the built-in gains tax (Part IV below), see the line 17 instructions before completing line 17.</i>		
17 Net capital gain. Enter excess of net long-term capital gain (line 16) over net short-term capital loss (line 4)	17	
18 Statutory minimum	18	\$25,000
19 Subtract line 18 from line 17	19	
20 Enter 34% of line 19	20	
21 Taxable income (attach computation schedule)	21	
22 Enter tax on line 21 amount (attach computation schedule)	22	
23 Net capital gain from substituted basis property (attach computation schedule)	23	
24 Enter 35% of line 23	24	
25 Tax. Enter the smallest of line 20, 22, or 24 here and on Form 1120S, page 1, line 22b	25	

Built-In Gains Tax (See instructions before completing this part.)

26 Excess of recognized built-in gains over recognized built-in losses (attach computation schedule)	26	
27 Taxable income (attach computation schedule)	27	
28 Net recognized built-in gain. Enter smallest of line 26, line 27, or line 7 of Schedule B	28	
29 Section 1374(b)(2) deduction	29	
30 Subtract line 29 from line 28. If zero or less, enter -0- here and on line 33	30	
31 Enter 35% of line 30	31	
32 Business credit and minimum tax credit carryforwards under section 1374(b)(3) from C corporation years	32	
33 Tax. Subtract line 32 from line 31 (if zero or less, enter -0-). Enter here and on Form 1120S, page 1, line 22b	33	

For Paperwork Reduction Act Notice, see the Instructions for Form 1120S.

Schedule D (Form 1120S) 2001

MC000550

Form **4562**Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach this form to your return.

OMB No. 1545-0172

2001Attachment
Sequence No. **67**

Identifying number

23-2767067

US MOBILCOMM, INC.

Business or activity to which this form relates

GENERAL DEPRECIATION AND AMORTIZATION**Election To Expense Certain Tangible Property Under Section 179**

Note: If you have any "listed property," complete Part V before you complete Part I.

1	Maximum dollar limitation. If an enterprise zone business, see page 2 of the instructions	1	
2	Total cost of section 179 property placed in service (see page 2 of the instructions).	2	
3	Threshold cost of section 179 property before reduction in limitation	3	
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see page 2 of the instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter amount from line 27	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from 2000 (see page 3 of the instructions).	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2002. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property (automobiles, certain other vehicles, cellular telephones, certain computers, or property used for entertainment, recreation, or amusement). Instead, use Part V for listed property.

MACRS Depreciation for Assets Placed in Service Only During Your 2001 Tax Year (Do not include listed property.)**Section A - General Asset Account Election**

14	If you are making the election under section 168(i)(4) to group any assets placed in service during the tax year into one or more general asset accounts, check this box. See page 3 of the instructions	<input type="checkbox"/>
----	--	--------------------------

Section B - General Depreciation System (GDS) (See page 3 of the instructions.)

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
15a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	

Section C - Alternative Depreciation System (ADS) (See page 5 of the instructions.)

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
16a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Other Depreciation (Do not include listed property.) (See instructions beginning on page 5.)

17	GDS and ADS deductions for assets placed in service in tax years beginning before 2001	17	200.
18	Property subject to section 168(f)(1) election	18	
19	ACRS and other depreciation	19	

Summary (See page 6 of the instructions.)

20	Listed property. Enter amount from line 26	20	
21	Total. Add deductions from line 12, lines 15 and 16 in column (g), and lines 17 through 20. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	21	200.
22	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	22	

MC000551

Form 4562 (2001)

Page 2

Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 23a, 23b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See page 7 of the instructions for limits for passenger automobiles.)

23a Do you have evidence to support the business/investment use claimed?		Yes	No	23b If "Yes," is the evidence written?	Yes	No		
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
24 Property used more than 50% in a qualified business use (see page 6 of the instructions):								
		%						
		%						
		%						
25 Property used 50% or less in a qualified business use (see page 6 of the instructions):								
		%				S/L -		
		%				S/L -		
		%				S/L -		
26 Add amounts in column (h). Enter the total here and on line 20, page 1.							26	
27 Add amounts in column (i). Enter the total here and on line 7, page 1.							27	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
28 Total business/investment miles driven during the year (do not include commuting miles - see page 2 of the instructions)						
29 Total commuting miles driven during the year						
30 Total other personal (noncommuting) miles driven						
31 Total miles driven during the year. Add lines 28 through 30						
	Yes	No	Yes	No	Yes	No
32 Was the vehicle available for personal use during off-duty hours?						
33 Was the vehicle used primarily by a more than 5% owner or related person?						
34 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see page 8 of the instructions).

	Yes	No
35 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
36 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See page 8 of the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
37 Do you treat all use of vehicles by employees as personal use?		
38 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
39 Do you meet the requirements concerning qualified automobile demonstration use? (See page 8 of the instructions.)		

Note: If your answer to 35, 36, 37, 38, or 39 is "Yes," do not complete Section B for the covered vehicles.

Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
40 Amortization of costs that begins during your 2001 tax year (see instructions beginning on page 8):					
41 Amortization of costs that began before your 2001 tax year					41
					1,767.
42 Total. Add amounts in column (f). See page 9 of the instructions for where to report					42
					1,767.

Form **4797**
 Department of the Treasury
 Internal Revenue Service (99)

Sales of Business Property
 (Also Involuntary Conversions and Recapture Amounts
 Under Sections 179 and 280F(b)(2))

▶ Attach to your tax return. ▶ See separate instructions.

OMB No. 1545-0184
2001
 Attachment
 Sequence No. 27

Name(s) shown on return

Identifying number

US MOBILCOMM, INC.

23-2767067

- 1 Enter the gross proceeds from sales or exchanges reported to you for 2001 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20 (see instructions) 1

Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year (See instructions.)

(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
2 STMT 7						-17,593.

- 3 Gain, if any, from Form 4684, line 39 3
- 4 Section 1231 gain from installment sales from Form 6252, line 26 or 37 4
- 5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824 5
- 6 Gain, if any, from line 32, from other than casualty or theft 6
- 7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows: 7 **-17,593.**
- Partnerships (except electing large partnerships).** Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 6. Skip lines 8, 9, 11, and 12 below.
- S corporations.** Report the gain or (loss) following the instructions for Form 1120S, Schedule K, lines 5 and 6. Skip lines 8, 9, 11, and 12 below, unless line 7 is a gain and the S corporation is subject to the capital gains tax.
- All others.** If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you did not have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on Schedule D and skip lines 8, 9, 11, and 12 below.
- 8 Nonrecaptured net section 1231 losses from prior years (see instructions) 8
- 9 Subtract line 8 from line 7. If zero or less, enter -0-. Also enter on the appropriate line as follows (see instructions): 9
- S corporations.** Enter any gain from line 9 on Schedule D (Form 1120S), line 15, and skip lines 11 and 12 below.
- All others.** If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below, and enter the gain from line 9 as a long-term capital gain on Schedule D.

Ordinary Gains and Losses

- 10 Ordinary gains and losses not included on lines 11 through 17 (include property held 1 year or less):
- | | | | | | | |
|--|--|--|--|--|--|--|
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
- 11 Loss, if any, from line 7 11 ()
- 12 Gain, if any, from line 7 or amount from line 8, if applicable 12
- 13 Gain, if any, from line 31 13
- 14 Net gain or (loss) from Form 4684, lines 31 and 38a 14
- 15 Ordinary gain from installment sales from Form 6252, line 25 or 36 15
- 16 Ordinary gain or (loss) from like-kind exchanges from Form 8824 16
- 17 Recapture of section 179 expense deduction for partners and S corporation shareholders from property dispositions by partnerships and S corporations (see instructions) 17
- 18 Combine lines 10 through 17. Enter the gain or (loss) here and on the appropriate line as follows: 18
- a For all except individual returns.** Enter the gain or (loss) from line 18 on the return being filed.
- b For individual returns:**
- (1) If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 27, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 22. Identify as from "Form 4797, line 18b(1)." See instructions 18b(1)
- (2) Redetermine the gain or (loss) on line 18 excluding the loss, if any, on line 18b(1). Enter here and on Form 1040, line 14 18b(2)

For Paperwork Reduction Act Notice, see page 7 of the instructions.

Form **4797** (2001)

2001 Depreciation

[illegible]

*Assets Retired

USA
IC9027 1.000

02/25/2002

MC000553

23-2767067

15

2001 Amortization

US MOBILCOMM, INC.

Description of Property

GENERAL DEPRECIATION AND AMORTIZATION

[illegible]

Assets Retired

MC000554

JSA
1C9026 1.000

K275 02/25/2002

23-2767067

16

1,767.

2001 Alternative Minimum Tax Depreciation

K275 02/25/2002

MC000555

17

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 1 DETAIL

LINE 5 - OTHER INCOME

SALES TAX DISCOUNTS

15.

TOTAL

15.

LINE 12 - TAXES

TAXES AND LICENSES EXCLUDING INCOME TAXES

FRANCHISE AND CAPITAL STOCK TAX

4,260.

TOTAL

4,260.

LINE 19 - OTHER DEDUCTIONS

AMORTIZATION

1,767.

TRAVEL, MEALS, AND ENTERTAINMENT

82.

INSURANCE

1,150.

OFFICE SUPPLIES

215.

POSTAGE AND FEDEX

367.

ACCOUNTING AND PROFESSIONAL SERVICES

12,070.

BANK CHARGES

158.

LEGAL SERVICES

31,124.

DUES AND MEMBERSHIPS

560.

TELEPHONE

2,377.

ABANDONMENT EXPENSE

46,191.

OPTION EXPIRATION EXPENSE

9,000.

TOTAL

105,061.

MC000556

STATEMENT 1

02/25/2002

23-2767067

18

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 2 DETAIL

=====

SCH A, LINE 5 - OTHER COSTS

SITE RENT COSTS	18,015.
INSURANCE	1,500.
OTHER DIRECT SITE COSTS (PHONE ETC)	704.

TOTAL	20,219.
	=====

MC000557

STATEMENT 2

02/25/2002

23-2767067

19

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 3 DETAIL

SCH K, LINE 19 - NONDEDUCTIBLE TRAVEL, MEALS AND ENTERTAINMENT

AMOUNTS SUBJECT TO 50% LIMITATION

GROSS MEALS AND ENTERTAINMENT	164.
50% LIMITATION	82.

TOTAL DEDUCTIBLE TRAVEL, MEALS AND ENTERTAINMENT	82.
--	-----

MC000558

STATEMENT 3

02/25/2002

23-2767067

20

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 4 DETAIL - SCH L

	BEGINNING	ENDING
LINE 6 - OTHER CURRENT ASSETS		
LICENSE OPTION PAYMENTS	42,000.	14,400.
SECURITY DEPOSITS	600.	NONE
MISC RECEIVABLE	877.	NONE
TOTAL	43,477.	14,400.
LINE 14 - OTHER ASSETS		
LONG TERM STORED EQUIPMENT	179,558.	45,455.
TOTAL	179,558.	45,455.
LINE 17 - MORTGAGES, ETC. PAY < 1 YR		
NOTES PAYABLE- EQUIPMENT	78,815.	NONE
TOTAL	78,815.	NONE
LINE 18 - OTHER CURRENT LIABILITIES		
SALES TAX PAYABLE	898.	395.
TOTAL	898.	395.

MC000559

STATEMENT 4

02/25/2002

23-2767067

21

US MOBILCOMM, INC.

23-2767067

FORM 1120S, PAGE 4 DETAIL
=====SCH M-2, LINE 3 - OTHER ADDITIONS - AAA

INTEREST INCOME	2,084.
NET LONG-TERM CAPITAL GAIN	416,002.

TOTAL	418,086.
	=====

SCH M-2, LINE 5 - OTHER REDUCTIONS - AAA

NET SECTION 1231 LOSS	17,593.
50% DISALLOWED TRAVEL AND ENTERTAINMENT	82.

TOTAL	17,675.
	=====

MC000560

STATEMENT 5

02/25/2002

23-2767067

22

US M. LCOMM, INC.

SCHEDULE D (FORM 1120S) DETAIL

LINE 7 - LONG-TERM CAPITAL GAINS AND LOSSES

PROPERTY

PHASE I 220 MHZ LICENSES

TOTAL

DATE ACQ	DATE SOLD	SALES PRICE	COST	GAIN/LOSS
06/01/1996	08/01/2001	434,002.	18,000.	416,002.
				416,002.

MC000561

02/25/2002

23

STATEMENT 6

US MC-LCOMM, INC.

23-2767067

FORM 4797, PAGE 1 DETAIL PART I

(A) DESCRIPTION OF PROPERTY	(B) DATE ACQUIRED	(C) DATE SOLD	(D) GROSS SALES PRICE	(E) DEPREC. ALLOWED	(F) COST OR OTHER BASIS PLUS IMPROV AND SALE EXPENSE	(G) GAIN/LOSS
BASE STATIN RADIO EQ	01/01/1995	08/01/2001	2,000.	42,879.	62,472.	-17,593.
PART I 4797 GAINS AND LOSSES						-17,593.

MC000562

02/25/2002

23-2767067

24

STATEMENT 7

US MOBILCOMM, INC.

23-2767067

FEDERAL FOOTNOTE:

=====

RECONCILIATION OF ACCUMULATED ADJUSTMENTS ACCOUNT TO
RETAINED EARNINGS:

C CORPORATION EARNINGS AND PROFITS	- 61,614.
ACCUMULATED ADJUSTMENTS ACCOUNT	-374,237
	<hr/>
BOOK RETAINED EARNINGS	-435,851
	=====

MC000563

STATEMENT 8

02/25/2002

23-2767067

25

US MOBILCOMM, INC.

23-2767067

SHAREHOLDER SUMMARY
=====

SH. #	SHAREHOLDER NAME	BEGINNING SHARES	OWNERSHIP PERCENTAGE
-----	-----	-----	-----
01	DAVID ELKIN	375.0000	75.000000
02	JEFFREY NORMAN	125.0000	25.000000

MC000564

02/25/2002

23-2767067

26